

# EXHIBIT B

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF TEXAS  
HOUSTON DIVISION

In re

Refreshing USA, LLC,  
  
Debtors<sup>1</sup>.

Chapter 11

Case No. 24-33919  
(Jointly Administered)

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**ORDER ESTABLISHING PROCEDURES FOR SALE OR ABANDONMENT OF  
ASSETS OF DE MINIMIS VALUE**

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Upon the *Debtors' Motion for an Order Establishing Procedures for Sale and Abandonment of De Minimis Assets* ("Motion");<sup>2</sup> and the Court having jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334; and the Court having found this matter is a core proceeding pursuant to 28 U.S.C. § 157(b)(2) and the Court may enter a final order consistent with Article III of the United States Constitution; and the Court having found that venue of this proceeding and the Motion in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and the Court having considered the statements of counsel, the declarations in support of this motion and otherwise on the document, any objections raised, and the evidence presented at the hearing on the Motion; and it appearing that the relief requested in the Motion is reasonable and in the best

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<sup>1</sup> Debtors and debtors-in-possession in these Chapter 11 cases ("Bankruptcy Case(s)", along with the last four digits of their respective Employer Identification Numbers, are as follows: Refreshing USA, LLC (85-3358945) ("Refreshing"), Case No. 24-33919; Water Station Management LLC (81-1202716) ("Water Station"), Case No. 24-33924; and Creative Technologies, LLC (46-2581888) ("Creative" and, together with Refreshing and Water Station, "Debtors"), Case No. 24-33934. Debtors' mailing address is: 2732 Grand Ave., Ste. 122, Everett, WA 98201.

<sup>2</sup> Capitalized terms that are not defined in this order have the meaning ascribed in the Motion.

interests of the Debtor' bankruptcy estates, their creditors, and other parties in interest; and after due deliberation and sufficient cause appearing therefor;

**IT IS HEREBY ORDERED, ADJUDGED AND DECREED THAT:**

1. The Motion is GRANTED as further described below.
2. The De Minimis Asset Procedures are approved.
3. The content of Transaction Notice and Abandonment Notice are approved and are good and sufficient notice of the sale or abandonment of such De Minimis Asset, as applicable.
4. Sales of De Minimis Assets pursuant to the De Minimis Asset Sale Procedures are, without the need for any action by any party, free and clear of all Liens or Interests, with such Liens or Interests attaching to the proceeds of such sale with the same validity, extent, and priority as had attached to such De Minimis Asset immediately prior to such sale. Upon expiration of the objection periods set forth in the De Minimis Asset Sale Procedures, if no objection has been served and/or filed with respect to a Transaction Notice, or upon entry of an Order overruling such objection, the holder of any valid lien, claim, encumbrance, or interest, without regard to whether such holder has executed or filed any applicable release, shall be deemed to have waived any lien, claim, encumbrance, of interest, and such lien, claim, encumbrance, or interest shall automatically, and with no further action by any party, attach to the proceeds of such sale. Purchasers of De Minimis Assets under these procedures are deemed good-faith purchasers so long as they are not Insiders, and have the protections afforded under Section 363(m) of the Bankruptcy Code.
5. The Debtors are authorized to pay those reasonable and necessary fees and expenses incurred in the sale of De Minimis Assets, including commission fees to agents, brokers, auctioneers, and liquidators, provided that the Debtors may not pay fees and expenses of

estate-retained professionals in connection with such sale except as authorized by this Court.

6. No proceeds from any sales contemplated by this Order may be distributed to any person without further order of this Court, except to pay those costs and expenses associated with the sales as contemplated by the De Minims Asset Procedures.

7. The Debtors are authorized and empowered to take such steps, expend such sums of money and do such other things as may be necessary or appropriate to implement and effectuate the terms and requirements established and relief granted in this Order.

8. Notwithstanding the possible applicability of Bankruptcy Rules 6004(h) or 6006(d), the terms and conditions of this Order shall be immediately effective and enforceable upon its entry.

9. The Court shall retain jurisdiction over any matter or dispute arising from or relating to the Bidding Procedures or this Order.

Houston, Texas

Dated: \_\_\_\_\_, 2024.

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**UNITED STATES BANKRUPTCY JUDGE**

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